

ROUTING SLIP CONTRACTS AND AGREEMENTS

Originating Department: Legal

Council Meeting Date: 6/14/2012

Department Contact: Peter Joffrion

Phone # 5026

Contract or Agreement: Modification No. 1 to the Supplemental Development Agreement TIF-5- Series ...

Document Name: Modification No. 1 to the Supplemental Development Agreement TIF-5 - Series 2012 - ...

City Obligation Amount: _____

Total Project Budget: _____

Uncommitted Account Balance: _____

Account Number: _____

Procurement Agreements

| | |
|------------------|------------------|
| <u>Select...</u> | <u>Select...</u> |
|------------------|------------------|

Grant-Funded Agreements

| | |
|------------------|-------------------|
| <u>Select...</u> | Grant Name: _____ |
|------------------|-------------------|

| Department | Signature | Date |
|---|-----------------------|----------------|
| 1) Originating | <i>Mary C. Cortes</i> | <i>6/11/12</i> |
| 2) Legal | <i>Mary C. Cortes</i> | <i>6/11/12</i> |
| 3) Finance | <i>sjf</i> | <i>6/11</i> |
| 4) Originating | | |
| 5) Copy Distribution | | |
| a. Mayor's office (1 copies) | | |
| b. Clerk-Treasurer (Original & 2 copies) | | |
| | | |

CITY COUNCIL AGENDA ITEM COVER MEMO

Agenda Item Number _____

Meeting Type: Regular

Meeting Date: 6/14/2012

Action Requested By:
Legal

Agenda Item Type
Resolution

Subject Matter:

Modification No. 1 to the Supplemental Development Agreement TIF-5 - Series 2012 -B.

Exact Wording for the Agenda:

Modification No. 1 to the Supplemental Development Agreement TIF-5 - Series 2012 - B to Annexation and Development Agreement Between the City of Huntsville and LW Redstone Company, LLC as Adopted and Approved by Resolution No. 12-428 on May 24, 2012.

Note: If amendment, please state title and number of the original

Item to be considered for: Action

Unanimous Consent Required: No

Briefly state why the action is required; why it is recommended; what Council action will provide, allow and accomplish and; any other information that might be helpful.

Associated Cost:

Budgeted Item: Select...

MAYOR RECOMMENDS OR CONCURS: Yes

Department Head: Mary C. Cates

Date: 6/11/12

RESOLUTION NO. 12-_____

WHEREAS the City Council of the City of Huntsville, Alabama, does hereby declare in accordance with Code of Alabama (1975) that the Mayor be, and is hereby authorized to enter into a Modification No. 1 to the Supplemental Development Agreement TIF5 - Series 2012-B to Annexation and Development Agreement Between the City of Huntsville and LW Redstone Company, LLC as Adopted and Approved by Resolution No. 12-428 on May 24, 2012 on behalf of the City of Huntsville, a municipal corporation in the State of Alabama, which said agreement is substantially in words and figures similar to that certain document attached hereto and identified as "Modification No. 1 to the Supplemental Development Agreement TIF5 - Series 2012-B to Annexation and Development Agreement Between the City of Huntsville and LW Redstone Company, LLC as Adopted and Approved by Resolution No. 12-428 on May 24, 2012." consisting of four(4) pages, and the date of June 14, 2012 appearing on the margin of the first page, together with the signature of the President or President Pro Tem of the City Council, an executed copy of said document being permanently kept on file in the Office of the City Clerk-Treasurer of the City of Huntsville, Alabama.

ADOPTED this the 14th day of June, 2012.

President of the City Council of
the City of Huntsville, Alabama

APPROVED this the 14th day of June, 2012.

Mayor of the City of
Huntsville, Alabama

**MODIFICATION NO.1 TO THE
SUPPLEMENTAL DEVELOPMENT AGREEMENT
TIF5 – Series 2012-B TO ANNEXATION AND DEVELOPMENT
AGREEMENT BETWEEN THE CITY OF HUNTSVILLE
AND LW REDSTONE COMPANY, LLC AS ADOPTED
AND APPROVED BY RESOLUTION No. 12-428 ON MAY 24, 2012**

MODIFICATION No. 1

Pursuant to Section 7.3 of the Annexation and Development Agreement dated March 25, 2010, (“Agreement”), between THE CITY OF HUNTSVILLE, ALABAMA, a municipal corporation organized and existing pursuant to the laws of the State of Alabama (“City”) and L W REDSTONE COMPANY, LLC, a Delaware limited liability company (“Owner”), City and Owner enter into this Modification No.1 to the Supplemental Development Agreement TIF5-Series 2012-B which was previously adopted and approved on May 24, 2012, and hereby provide more specifically for the obligations of City and Owner.

Modifications to Scope of Work and allocations within the \$3,000,000 Maximum Amount of the prior Supplemental Development Agreement referenced above are as follows:

1. Within Section B. the amount originally budgeted and allocated for the contract with Brasfield & Gorrie. L.L.C. for Project Management Services for Redstone Gateway, Phase 1A, Project No. 65-10-SP21, as adopted by Resolution No. 10-885 of October 28, 2010 was \$1,672,143.00. Modification No. 1 in the amount of \$666,949.00 is needed for a continuation of construction project management services on additional and new scope of work for the Redstone Gateway Project. New roads, landscaping, ponds, and signs were added to the scope in conformance with the city’s responsibilities under the master development agreement. The modification also includes a credit for project management expenses for a portion of the project that is being delayed. Therefore, the amount of \$666,949.00 will be transferred from the category in Section B. OWNER IMPROVEMENTS, the subsection entitled: ENGINEERING AND CONSTRUCTION COSTS TO BE DETERMINED.”
2. Within Section B., the amount originally budgeted and allocated for the contract with Reed Contracting Services, Inc. for Redstone Gateway, Package 1E-Rideout Road Interim Improvements, Project No. 65-11-SP08, as adopted by Resolution No. 12-42 of January 12, 2012, was \$1,088,344.22. Change Order No. 1, an increase in the amount of \$34,230.00, is needed to incorporate Revision 1 to add guy wires and revise headwall, add a splice box for RSA phone per Field Directive #2, and revise the water line relocation scope of work as requested by Huntsville Utilities per Field Directive #4 into Package 1E for the Redstone Gateway project. Therefore, the amount of \$34,230.00 will be transferred from the category in Section B. OWNER IMPROVEMENTS, the subsection entitled: “ENGINEERING AND CONSTRUCTION COSTS TO BE DETERMINED.
3. Within Section B., add subsection entitled REMBURSEMENT TO LW REDSTONE COMPANY, LLC FOR SANITARY SEWER EXTENSION (8” DIP 350 & 6” DIP 350

President of the City Council of the
City of Huntsville, Alabama
Date: _____

service laterals) and manhole from Ascent Way to Redstone Gateway Building "A", in the amount of \$25,286.00 and two(2) ADEM Permits, dated 08/16/11 and 12/14/11 in the amount of \$645.00 each, for a total reimbursement of \$26,576.00

4. Within Section B. OWNER IMPROVEMENTS, the subsection entitled "ENGINEERING AND CONSTRUCTION COSTS TO BE DETERMINED," the amount of \$2,169,482.92 allocated and budgeted for undefined engineering and construction costs is hereby decreased by \$727,755.00 to 1,441,727.92.

All other terms and conditions of the SDA TIF5-SERIES 2012-B remain unchanged.

(Signatures on following page)

IN WITNESS WHEREOF, the Parties hereto have duly executed this Agreement.

("OWNER")

L W REDSTONE COMPANY, LLC

Dated: _____, 2012

By: _____

Its: _____

**STATE OF MARYLAND)
COUNTY OF HOWARD)**

I, the undersigned, a Notary Public in and for said County and in said State, hereby certify that _____, as _____, of LW Redstone Company, LLC, a Delaware corporation, is signed to the foregoing document, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, (s)he, as such officer and with full authority, executed the same for and as the act of said corporation on the date the same bears date.

GIVEN under my hand and official seal this the ____ day of _____, 2012.

(SEAL)

Notary Public

My Commission Expires: _____

("CITY")

**THE CITY OF HUNTSVILLE, ALABAMA,
A municipal corporation**

Dated: _____, 2012

By: _____

Tommy Battle

Its: Mayor

ATTEST:

Charles E. Hagood

Clerk-Treasurer

STATE OF ALABAMA)

COUNTY OF MADISON)

I, the undersigned, a Notary Public in and for said County and in said State, hereby certify that Tommy Battie and Charles E. Hagood, as Mayor and City Clerk-Treasurer, respectively, of the City of Huntsville, Alabama, a municipal corporation, are signed to the foregoing document, and who are known to me, acknowledged before me on this day that, being informed of the contents of the instrument, they, as such officers and with full authority, executed the same for and as the act of said corporation on the date the same bears date.

GIVEN under my hand and official seal this the ____ day of _____, 2012.

Notary Public

(SEAL)

My Commission Expires: _____